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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Judge: Michael B. Kaplan

**COUNTER-STATEMENT OF THE STATES OF MISSISSIPPI
AND NEW MEXICO OF ISSUES TO BE PRESENTED ON APPEAL AND
COUNTER-DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD
ON APPEAL FROM DISMISSAL OPINION AND ORDER**

Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure, appellees, the State of Mississippi and the State of New Mexico (collectively, the “**States**”), submit the following counter-statement of issues to be presented on appeal and counter-designation of items for inclusion in the record on appeal in connection with the appeal of the above-captioned Debtor, LTL Management LLC (“**Appellant**”), from the Court’s July 28, 2023 *Memorandum Opinion*

¹ The last four digits of the Debtor’s taxpayer identification number are 6622. The Debtor’s address is 501 George Street, New Brunswick, New Jersey 08933.

[Dkt. 1127] (“**Dismissal Opinion**”) and the Court’s August 11, 2023 *Order (I) Dismissing Debtor’s Chapter 11 Petition Pursuant to 11 U.S.C. § 1112(b); (II) Establishing Procedures with Respect to Requests for Compensation; and (III) Granting Related Relief* [Dkt. 1211] (“**Dismissal Order**”) and, together with the Dismissal Opinion, “**Opinion and Order**”).

COUNTER-STATEMENT OF ISSUES TO BE PRESENTED ON APPEAL

The States adopt by reference, as if fully set forth herein, the counter-statement of the Official Committee of Talc Claimants of issues to be presented on appeal [Dkt. 1407]. Additionally, the States designate the following additional issues to be presented on appeal from the Opinion and Order:

1. Whether principles of state sovereignty and Eleventh Amendment immunity require dismissal of Debtor’s bankruptcy petition as to non-consenting States?
2. Whether, even if the Dismissal Order were reversed, the States may not be enjoined from proceeding with state-law consumer protection actions in state court against Johnson & Johnson, Inc. (“**J&J**”) and its affiliates, under 11 U.S.C. § 362(b)(4) and principles of state sovereignty and Eleventh Amendment immunity?

DESIGNATION OF THE RECORD ON APPEAL AND RESERVATION OF RIGHTS

Without waiving any arguments on appeal, and in addition to those items automatically included in the record on appeal under Bankruptcy Rule 8009(a)(4), the States adopt by reference, as if fully set forth herein, *The Official Committee of Talc Claimants’ Statement of Issues on Appeal and Counter-Designation of Record* [Dkt. 1407].

The States expressly reserve, and do not waive, their right to supplement this Counter-Designation and/or to object, or otherwise supplement or move to strike or modify, some or all of

any designations made by the Appellant. This filing is made expressly subject to, and without waiver of any and all rights, remedies, challenges and objections.

CERTIFICATION REGARDING TRANSCRIPTS

Federal Rule of Bankruptcy Procedure 8009(b)(3) permits an appellee to order a transcript of such additional parts of the proceedings as the appellee considers necessary for the appeal within fourteen (14) days after the appellant or cross-appellant files a copy of a transcript order or certificate of not ordering a transcript. The States hereby certify to the Clerk of Court that they are not ordering any transcripts that are not already included in the record on appeal.

Dated: September 21, 2023
Newark, New Jersey

GIBBONS P.C.

By: /s/ Robert K. Malone
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